

## EXHIBIT 3

**News Plaintiffs' Alternative Proposal: Coordination Among SDNY Cases Only<sup>1</sup>**

<b>Issue</b>	<b>Terms</b>
Scope of Coordination / Safety Valves	<ul style="list-style-type: none"> <li>• Counsel for plaintiffs in SDNY Cases will work in good faith to coordinate depositions across the SDNY Cases, in an effort to minimize the extent to which any individual is deposed more than once across SDNY Cases</li> <li>• Notwithstanding the above, the plaintiffs have the right to take up to 12 Rule 30(b)(1) depositions that are not coordinated, such that an individual will be deposed under Rule 30(b)(1) twice (once by SDNY Class Plaintiffs and once in the News cases) ("Safety Valve Depositions"). The 12 Safety Valve Depositions are to be divided equally between the News Plaintiffs and the SDNY Class Plaintiffs (six each).</li> </ul>
Cross-Production of Documents and Discovery	<ul style="list-style-type: none"> <li>• Documents and written discovery cross-produced across the SDNY Cases</li> </ul>
Plaintiff Side Allotted Hours	<ul style="list-style-type: none"> <li>• 280-hour cap to be shared by the News Plaintiffs, with a maximum of 200 hours per Defendant Group and a maximum of 50 hours for non-party fact witnesses</li> <li>• 280-hour cap to be shared by the SDNY Class Plaintiffs</li> <li>• These caps include third party witness depositions and 30(b)(6) depositions</li> </ul>
Defendant Side Allotted Hours	<ul style="list-style-type: none"> <li>• 250-hour cap to be shared by Defendants for depositions of News Plaintiffs, with a maximum of 200 hours for News Plaintiffs' witnesses and 50 hours for non-party fact witnesses.</li> <li>• No more than 100 hours from any one Individual News Plaintiff. "Individual News Plaintiff" means The New York Times in the <i>New York Times</i> case and the publishers collectively in the <i>Daily News</i> case.</li> <li>• 175-hour cap to be shared by Defendants for depositions of SDNY Class Plaintiffs.</li> </ul>
Per-Witness Time Limits (for depositions taken of Defendants' 30(b)(1) witnesses)	<ul style="list-style-type: none"> <li>• For witnesses noticed in all SDNY Cases, total limit is 14 hours per witness (if solely in individual capacity), divided equally between the News Plaintiffs and the SDNY Class Plaintiffs</li> <li>• News Plaintiffs may share unused deposition time for a given witness with SDNY Class Plaintiffs, and vice versa</li> <li>• For witnesses noticed only in the Consolidated News Cases, total limit is 10 hours per witness (if solely in individual capacity)</li> </ul>
30(b)(6) Notices	<ul style="list-style-type: none"> <li>• The News Plaintiffs will serve consolidated 30(b)(6) notices</li> <li>• The SDNY Class Plaintiffs will serve consolidated 30(b)(6) notices</li> <li>• Defendants will serve consolidated 30(b)(6) notices</li> <li>• News Plaintiffs may serve up to three 30(b)(6) notices on the OpenAI Defendants, one of which must be limited to custodial topics, and up to two 30(b)(6) notices on Microsoft, one of which must be limited to custodial topics.</li> <li>• The SDNY Class Plaintiffs may serve up to two 30(b)(6) notices on each Defendant Group, one of which must be limited to custodial topics.</li> <li>• "Custodial topics" include the storage and retention of information, employee use of software, programs, or tools, the structure of the relationship between Defendants, the organizational structure of Defendants, and other topics not</li> </ul>

<sup>1</sup> The SDNY Cases include the News Cases, *Authors Guild et al. v. OpenAI Inc. et al.*, (S.D.N.Y. No. 1:23-cv-8292), and *Alter et al. v. OpenAI Inc. et al.*, (S.D.N.Y. No. 1:23-cv-10211).

	<p>directly related to the merits of the case that may reasonably inform or cabin subsequent discovery.</p> <ul style="list-style-type: none"> <li>• Defendants may serve one consolidated 30(b)(6) notice for each distinct entity among Plaintiffs.</li> </ul>
30(b)(6) Time	<ul style="list-style-type: none"> <li>• If any Defendant Group designates two or fewer individuals to testify regarding all topics set forth in a Rule 30(b)(6) notice, the Plaintiff Group is entitled to at least 20 hours of testimony from those individuals or individual.</li> <li>• Each Plaintiff Group may take no more than 30 hours of 30(b)(6) deposition testimony from each Defendant Group</li> <li>• Each Defendant may take no more than 30 hours of 30(b)(6) deposition testimony from News Plaintiffs and no more than 30 hours of 30(b)(6) deposition testimony from SDNY Class Plaintiffs</li> </ul>
Expert Depositions	<ul style="list-style-type: none"> <li>• This agreement does not apply to and shall not limit the number and duration of depositions of experts.</li> <li>• The Parties shall endeavor to negotiate in good faith a separate protocol governing expert depositions.</li> </ul>